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Lorillard v. Clyde, 122 N. Y. 498. By statute, in many of the states,—no doubt in all of the code states,—it is expressly provided that, except in certain cases, every action must be prosecuted in the name of the real party in interest; under such a provision, it has been held that the person for whose benefit a contract is made may sue thereon. *Bliss Code Pl.* 241; *Pomeroy, Rem. & Rem. R.*, 139; *Peducah Lumber Co. v. Water Supply Co.*, 89 Ky. 340.

CONTRACTS—STATUTE OF FRAUDS—WHEN SATISFIED. *ROBERTS v. TEMPLETON*, 3 L. R. A. (N. S.) 790, (OREGON). Where one in possession of a mining claim under a prospecting contract with one part owner purchased the share of the other owner, and merely continued his possession and operations without anything to connect him with the later contract, *held*, that this was not a sufficient taking of possession to satisfy the statute of frauds.

CORPORATIONS—STOCKHOLDERS—PARTIES TO ACTION.—*MC CREA v. McCLENAHAN ET AL.*, 99 N. Y. S. 689. The defendant, McClenahan, president of the corporation, received certain corporate funds for which he failed to account and which he appropriated to purposes for his sole benefit. This action was brought under Code Civ. Proc., Section 447, providing that any person having an adverse interest, or who may be a necessary party defendant to a complete settlement of the controversy, may be joined as defendant. *Held*, that one stockholder cannot join other stockholders as parties defendants with the defaulting president, even in case they refuse to join as parties plaintiff. O'Brien, P. J., and Clarke, J., *dissenting*.

A single stockholder cannot, without suing in behalf of all interested stockholders, maintain an action for misfeasance of officers. *McAfee v. Zettler*, 103 Ga. 579. The plaintiff must bring the suit on behalf of such stockholders as care to join him, *Cook's Stock and Stockholders and Corporation Law*, Section 737; but those refusing to join him must be made defendants. *Davis v. Peabody*, 170 Mass. 397. The purpose of the code provision being to avoid a multiplicity of suits by a complete determination of rights, *Turner v. Conant*, 18 Abb. N. C. (N. Y.) 160, it has been so interpreted that any person may be made a defendant who is a party necessary to a final settlement of the question involved. *Chapman v. Forbes*, 123 N. Y. 532. *Nirdlinger v. Bernheimer*, 133 N. Y. 45, 54.

CORPORATIONS—SUITS BY STOCKHOLDERS—WHEN DEMAND FOR CORPORATE ACTION IS UNNECESSARY.—*POLHEMUS v. POLHEMUS*, 100 N. Y. SUPP. 263.—*Held*, that a stockholder may bring a suit in his own name for misconduct of the directors, without first requesting the corporation to bring the action, where such guilty directors are in control of the corporation.

The general rule is that stockholders cannot sue to redress injuries to the corporation caused by the misconduct of strangers or directors. *Hawes v. Oakland*, 104 U. S. 450; *Alden v. Curtis*, 26 Conn. 456; *Button v. Hoffman*, 61 Wis. 20. A stockholder may sue in equity, however, if the directors of the corporation are guilty of fraud in the management of the affairs of the corporation, and the stockholders cannot obtain redress through the corporation. *Peabody v. Flint*, 6 Allen 52. But this right of the stockholders to sue depends, as a general rule, on their inability to obtain redress through the corporation and it must appear in the bill that the stockholders attempted to obtain redress by requesting the officers of the corporation to take action. Failure to show this request and refusal, makes the bill demurrable. *Mem-*